

15th November 2024

To
BSE Limited
Floor 25, P J Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 513519

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai - 400 051
Scrip Code: PITTIENG

Dear Sirs,

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: Scheme of Amalgamation among Pitti Castings Private Limited ("PCPL" or the "Amalgamating Company 1") and Pitti Rail and Engineering Components Limited ("PRECL" or the "Amalgamating Company 2") and Pitti Engineering Limited ("PEL" or the "Amalgamated Company") and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013 and rules framed thereunder ("Scheme") - Order issued by the Hon'ble National Company Law Tribunal, Bench at Hyderabad (NCLT)

Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI SAST Regulations') and the Scheme, please find herewith the requisite disclosure in respect of allotment of 21,88,772 equity shares by Pitti Engineering Limited as per the Scheme of Amalgamation sanctioned by the Hon'ble NCLT.

The above allotment includes one fully paid-up equity share of Pitti Engineering Limited of face value ₹ 5/- allotted to 'Catalyst Trusteeship Limited' towards fractional entitlements of eligible shareholders of PCPL for the benefit of shareholders of PCPL, during the process of allotment of shares as per the Share Exchange Ratio of 1:55 as provided in the approved Scheme.

Request you to kindly take the same on record.

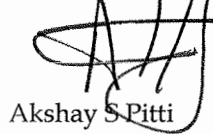
Thanking you,

Yours Faithfully



Sharad B Pitti

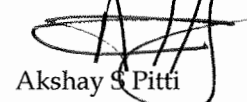
Yours Faithfully



Akshay S Pitti

Yours Faithfully

Pitti Electrical Equipment Private Limited



Akshay S Pitti
Director

DIN:00078760

Encl.: As above

Cc: The Company Secretary,
Pitti Engineering Limited, 6-3-648/401, 4th Floor,
Padmaja Landmark, Somajiguda, Hyderabad - 500 082.

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Pitti Engineering Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Shri Sharad B Pitti Shri Akshay S Pitti Smt. Madhuri S Pitti Sharad B Pitti (HUF) Pitti Electrical Equipment Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights (Ref note (a))	1,70,56,697	48.09%	48.09%
Shri Sharad B Pitti	33,70,152	9.50%	9.50%
Shri Akshay S Pitti	32,63,658	9.20%	9.20%
Pitti Electrical Equipment Private Limited	86,47,267	24.38%	24.38%
Smt. Madhuri S Pitti	17,58,620	4.96%	4.96%
Sharad B Pitti (HUF)	17,000	0.05%	0.05%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	19,44,530	5.48%	5.48%
Shri Sharad B Pitti	9,79,774	2.76%	2.76%
Shri Akshay S Pitti	9,64,756	2.72%	2.72%
Pitti Electrical Equipment Private Limited	-	-	-
Smt. Madhuri S Pitti	-	-	-
Sharad B Pitti (HUF)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	1,90,01,227	53.58%	53.58%

Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold (Ref note)	21,88,772	5.81%	5.81%
Shri Sharad B Pitti	88,727	0.24%	0.24%
Shri Akshay S Pitti	33,272	0.09%	0.09%
Pitti Electrical Equipment Private Limited	20,66,772	5.49%	5.49%
Smt. Madhuri S Pitti	-	-	-
Sharad B Pitti (HUF)	-	-	-
Catalyst Trusteeship Limited (Ref note (c))	1	0.00%	0.00%




For Pitti Electrical Equipment Private Limited

Akshay S Pitti
Director
DIN: 00078760



Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
b) VRs acquired/sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered/invoked/released by the acquirer	-	-	-
e) Total (a+b+c+d)	21,88,772	5.81%	5.81%
After the acquisition / sale, holding of:			
a) Shares carrying voting rights (Ref note (b))	1,92,45,469	51.11%	51.11%
Shri Sharad B Pitti	34,58,879	9.19%	9.19%
Shri Akshay S Pitti	32,96,930	8.76%	8.76%
Pitti Electrical Equipment Private Limited	1,07,14,039	28.45%	28.45%
Smt. Madhuri S Pitti	17,58,620	4.67%	4.67%
Sharad B Pitti (HUF)	17,000	0.05%	0.05%
Catalyst Trusteeship Limited (Ref note (c))	1	0.00%	0.00%
b) Shares encumbered by the acquirer	19,44,530	5.16%	5.16%
Shri Sharad B Pitti	9,79,774	2.60%	2.60%
Shri Akshay S Pitti	9,64,756	2.56%	2.56%
Pitti Electrical Equipment Private Limited	-	0.00%	0.00%
Smt. Madhuri S Pitti	-	0.00%	0.00%
Sharad B Pitti (HUF)	-	0.00%	0.00%
c) VR acquired otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	2,11,89,999	56.28%	56.28%




For Pitti Electrical Equipment Private Limited

Akshay S Pitti
Director
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Mode of acquisition (e.g. open market /off-market/ public issue / rights issue/preferential allotment/inter-se transfer etc.)	<p>Scheme of Amalgamation</p> <p>Allotment made pursuant to the Scheme of Amalgamation amongst Pitti Castings Private Limited (“PCPL” or “Amalgamating Company 1”), Pitti Rail and Engineering Components Limited (“PRECL” or “Amalgamating Company 2”) and Pitti Engineering Limited (“PEL” or “Amalgamated Company”) and their respective shareholders and creditors, duly sanctioned by the Hon’ble National Company Law Tribunal, Bench at Hyderabad (“NCLT”) by way of an Order dated 3rd October, 2024 (“Scheme”)</p> <p>Share Entitlement Ratio: “01 (One) equity share of PEL of INR 05/- each, fully paid-up for every 55 (Fifty-Five) equity shares of PCPL of INR 10/- each, fully paid-up ”</p> <p>Pursuant to the Scheme and based on the above share exchange ratio, the allotment of one fully paid-up equity share of PEL to ‘Catalyst Trusteeship Limited’ is towards fractional entitlements of eligible shareholders of PCPL for the benefit of shareholders of PCPL.</p>
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable.	13-Nov-24
Equity share capital / total voting capital of the TC before the said acquisition / sale	3,54,64,816
Equity share capital/ total voting capital of the TC after the said acquisition /sale	3,76,53,588
Total diluted share/voting capital of the TC after the said acquisition	3,76,53,588

Note: (a) The shareholding % in the requisite column against the holding "before acquisition" is computed based on the equity share capital of the TC before the said acquisition

(b) The shareholding % in the requisite column against the holding "details of acquisition" and "after the acquisition" is computed based on the equity share capital of the TC after the said acquisition

(c) Pursuant to the scheme, one fully paid-up equity share of the TC has been allotted to ‘Catalyst Trusteeship Limited’ towards fractional entitlements of the Promoters. As part of the Scheme, the Trustee shall sell the allotted share on the Stock Exchanges, within a period of 90 (ninety) days from the date of allotment and distribute the net sale proceeds, subject to Tax deductions and other expenses as applicable, to applicable

Signature of the Acquirers

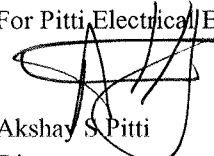


Shri Sharad B Pitti



Shri Akshay S Pitti

For Pitti Electrical Equipment Pvt Ltd



Akshay S Pitti

Director

Place: Hyderabad

Date: 15-11-2024